

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
TYLER DIVISION**

EOLAS TECHNOLOGIES, INC.,

Plaintiff,

vs.

ADOBE SYSTEMS, INC., ET AL.,

Defendants.

Civil Action No. 6:09-cv-446-LED

AND RELATED COUNTERCLAIMS

**DECLARATION OF MARC D. CALLIPARI IN SUPPORT OF DEFENDANTS'  
MOTION TO TRANSFER TO THE U.S. DISTRICT COURT FOR THE  
NORTHERN DISTRICT OF CALIFORNIA PURSUANT TO 28 U.S.C. § 1404(a)**

I, Marc D. Callipari, do state and declare as follows:

1. I am the General Counsel for Defendant New Frontier Media, Inc. (New Frontier). I have been employed by New Frontier since August 2006. I make this declaration in support of Defendants' Motion to Transfer, filed herewith. Unless otherwise stated, the matters contained in this declaration are of my own personal knowledge and, if called as a witness, I could and would testify competently to the matters set forth herein.

2. New Frontier is a Colorado corporation headquartered in Boulder, CO. New Frontier Media is a leader in transactional television as well as general motion picture entertainment, a distributor and licensor of independent film products, and a leading provider of content to video-on-demand platforms on cable and satellite television.

3. I understand that Plaintiff Eolas Technologies Inc. (Eolas) alleges that New Frontier has directly and/or indirectly infringed (by inducement and/or contributory infringement), and is continuing to infringe, directly and/or indirectly, the '906 patent and/or the '985 patent in this District or otherwise within the United States by making, using, selling, offering to sell, and/or importing in or into the United States: (i) web pages and content to be interactively presented in browsers, including, without limitation, the web pages and content accessible via [www.mainlinereleasing.com](http://www.mainlinereleasing.com) and maintained on servers located in and/or accessible from the United States under the control of New Frontier Media; (ii) software, including without limitation, software that allows content to be interactively presented in and/or served to browsers; and/or (iii) computer equipment, including, without limitation, computer equipment that stores, serves, and/or runs any of the foregoing [("accused products")].

4. Although Eolas filed its lawsuit against New Frontier, the accused products, including the alleged infringing webpage and acts that Eolas complains of are associated with the webpage [www.mainlinereleasing.com](http://www.mainlinereleasing.com), which is owned, controlled, and operated by MRG Entertainment, Inc. (MRG Entertainment), a California corporation, d/b/a Mainline Releasing. MRG Entertainment is a film and TV production and distribution company that is headquartered in Santa Monica, California, and it is a subsidiary of New Frontier.

5. MRG Entertainment has approximately 16 employees who all work and live in the Santa Monica, California area, many of whom are involved on projects related to the accused products. Based on information that Una Martin has gathered to date, I understand that at least the following 12 employees in Santa Monica, California have relevant knowledge and information about the development, operation, web pages and content, and marketing of the accused products, including the content accessible via [www.mainlinereleasing.com](http://www.mainlinereleasing.com):


<b>Employee Name</b>	<b>Location</b>	<b>Title/Department</b>
Una Martin	Santa Monica	Servicing Coordinator
Richard Guardian	Santa Monica	VP of International Sales & Acquisitions
Mathilde Aupetit	Santa Monica	VP of International Sales
Richard Goldberg	Santa Monica	Co-President
Marc Greenberg	Santa Monica	Co-President
Barbara Javitz	Santa Monica	VP of Operations
Joseph Dickstein	Santa Monica	VP of Acquisitions & Marketing
Larry Barsky	Santa Monica	Art Director
Alexandra Cocean	Santa Monica	Director of International Sales
Kameron Ming	Santa Monica	Distribution Coordinator
William Weissman	Santa Monica	Distribution Coordinator
Nancy Lanham	Santa Monica	Servicing Manager

6. All content accessible via the web page [www.mainlinereleasing.com](http://www.mainlinereleasing.com) is prepared, designed, and uploaded by employees at MRG Entertainment's facilities in Santa Monica, California. Virtually all of MRG Entertainment's business documents and records relating to the research and design of content accessible via [www.mainlinereleasing.com](http://www.mainlinereleasing.com) are similarly located in Santa Monica, California. To the extent the accused products are not available for free, the decisions regarding marketing, sales, and pricing of the accused products are made by MRG Entertainment's personnel located in MRG Entertainment's facilities in Santa Monica, California. There are no MRG Entertainment or New Frontier documents, electronically stored information, tangible things, and premises regarding the accused products within the Eastern District of Texas.

7. Litigating this matter in the Eastern District of Texas would be extremely inconvenient and place a great strain on the responsible MRG Entertainment employees and unnecessarily hamper their business operations. The prospect of attending trial across the country in Tyler, Texas is much more burdensome than attending the same trial in courthouses in San Francisco, Oakland, or San Jose, California, all of which are located in close proximity to MRG Entertainment's headquarters in Santa Monica, California. Key personnel would have to contend with cross-country travel and an extended leave of absence. The travel overhead to appear at trial in Tyler, Texas would require witnesses to have to be away from their jobs even on days they are not testifying or preparing to testify at trial. By contrast, if trial were in San Francisco, Oakland, or San Jose, California, the disruption would be relatively minor, since these aforementioned cities are less than 400 miles from Santa Monica, California, the employees and the company would not lose/waste significant time and expense as compared to being forced to appear in Tyler, Texas, which is more than 1,500 miles from the location of MRG Entertainment's witnesses.

I declare under penalty of perjury that the foregoing is true and correct and that this declaration was executed on February 8, 2010 in Boulder, Colorado.

Dated: February 8, 2010

  
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Marc D. Callipari  
General Counsel  
New Frontier Media, Inc.